

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

| | | |
|--|---|------------------------------------|
| IN RE: FANSTEEL INC., ET AL., ¹ |) | |
| |) | |
| Fansteel Inc. |) | |
| |) | |
| Plaintiff |) | Civil Action No. 04-515 (JJF) |
| |) | |
| v |) | |
| |) | |
| Sempra Energy Sales, LLC |) | |
| |) | Adversary Case No. 04-51061 |
| Defendant |) | Bankruptcy Case No. 02-10109 (JJF) |

**NOTICE OF DISMISSAL
WITH PREJUDICE OF COMPLAINT**

PLEASE TAKE NOTICE that pursuant to Rule 41(a) of the Federal Rules of Civil Procedure, as made applicable hereto by Rule 7041 of the Federal Rules of Bankruptcy Procedure, plaintiff, Fansteel, Inc., hereby voluntarily dismisses with prejudice the Complaint for Avoidance and Recovery of Preferential Transfers in the above referenced adversary proceeding.

[Remainder of Page Left Intentionally Blank]

¹ The Reorganized Debtors are the following entities: Fansteel Inc. and Wellman Dynamics Corp.

The dispute at issue therein has been settled by the parties.

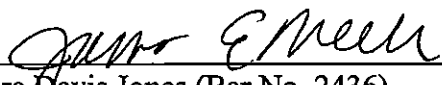
Dated: April 19, 2005

SCHULTE ROTH & ZABEL LLP

Jeffrey S. Sabin (JSS 7600)
Lawrence V. Gelber (LVG 9384)
David J. Ciminesi (DJC-8156)
919 Third Avenue
New York, NY 10022
Telephone: (212) 756-2000
Facsimile: (212) 593-5955

-and-

PACHULSKI, STANG, ZIEHL, YOUNG, JONES
& WEINTRAUB P.C.



Laura Davis Jones (Bar No. 2436)
James E. O'Neill (Bar No. 4042)
Michael Migliore (Bar No. 4331)
919 North Market Street, 16th Floor
P.O. Box 8705
Wilmington, Delaware 19899-8705 (Courier 19801)
Telephone: (302) 652-4100
Facsimile: (302) 652-4400
Counsel for Plaintiff Fansteel, Inc.